



9/26/03

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Form & Function Consulting, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: WHITTMANHART, INC.
Internal
Address: 440 West Ontario Street
Street Address: _____
City: Chicago State: IL Zip: 60610

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 20, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/388585;
76/388586; 76/522370; 76/520708

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2691591

5. Name and address of party to whom correspondence concerning documents should be mailed:
Name: Jennifer R. Quinn
Internal Address: Ungaretti & Harris
Street Address: 3500 Three First National Plaza
City: Chicago State: IL Zip: 60602

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$140.00
 Enclosed (Two Checks)
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.
Jennifer R. Quinn _____
Name of Person Signing Signature September 24, 2003
Date

Total number of pages including cover sheet, attachments, and document: 3

10/01/2003 GTOH11 0000043 76388585
01 FC:8521 40.00 DP
02 FC:8522 100.00 DP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

597160-1

TRADEMARK
REEL: 002836 FRAME: 0368

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
FORM + FUNCTION CONSULTING, INC.**

FORM + FUNCTION CONSULTING, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Board of Directors of the Corporation, by unanimous written consent filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Amended and Restated Certificate of Incorporation of the Corporation:

WHEREAS, it is advisable that the Corporation change its name to WHITTMANHART, INC.;

NOW THEREFORE BE IT RESOLVED, that the Amended and Restated Certificate of Incorporation of the Corporation be further amended by amending ARTICLE FIRST thereof to read in its entirety as follows:

"FIRST: The name of the corporation is: WHITTMANHART, INC."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders having the right to vote on this amendment have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said FORM + FUNCTION CONSULTING, INC. has caused this Certificate of Amendment to be signed by a duly authorized officer, as of the 30th day of May, 2003.

FORM + FUNCTION CONSULTING, INC.

By: /s/ Robert F. Bernard
Robert F. Bernard, President

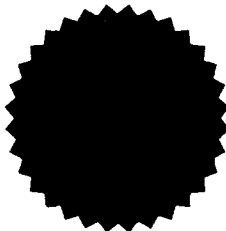
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FORM + FUNCTION CONSULTING, INC.", CHANGING ITS NAME FROM "FORM + FUNCTION CONSULTING, INC." TO "WHITTMANHART, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MAY, A.D. 2003, AT 7 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2449144

DATE: 06-03-03

RECORDED: 09/26/2003

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